

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.

This announcement appears for information purposes only and does not constitute an invitation or offer to acquire, purchase or subscribe for securities of the Company.

This announcement is not for release, publication or distribution, in whole or in part, in or into any jurisdiction where to do so would constitute a violation of the applicable laws or regulations of such jurisdiction.



WUXI XDC CAYMAN INC.

藥明合聯生物技術有限公司*

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2268)



**BioDlink International
Company Limited**

東曜藥業股份有限公司

(Incorporated in Hong Kong with limited liability)

(Stock Code: 1875)

JOINT ANNOUNCEMENT

**VOLUNTARY CONDITIONAL CASH OFFERS BY CITIGROUP GLOBAL
MARKETS ASIA LIMITED FOR AND ON BEHALF OF THE OFFEROR
FOR ALL THE ISSUED SHARES OF THE COMPANY (OTHER THAN
THOSE SHARES ALREADY OWNED OR AGREED TO BE ACQUIRED
BY THE OFFEROR AND THE OFFEROR CONCERT PARTIES) AND TO
CANCEL ALL OUTSTANDING SHARE OPTIONS**

- (1) LEVEL OF ACCEPTANCES ON THE FIRST CLOSING DATE;
AND
(2) EXTENSION OF THE OFFERS AND EXTENDED TIMETABLE**

FINANCIAL ADVISER TO THE OFFEROR



**INDEPENDENT FINANCIAL ADVISER TO
THE INDEPENDENT BOARD COMMITTEE**



**中毅資本有限公司
Grand Moore Capital Limited**

Reference is made to the composite offer and response document dated 12 February 2026 issued by the Offeror and the Company in connection with, among other things, the Offers (the “**Composite Document**”).

Unless the context otherwise requires, capitalised terms used herein shall have the same meanings as defined in the Composite Document. All times and dates contained in this announcement refer to Hong Kong times and dates.

LEVEL OF ACCEPTANCES ON THE FIRST CLOSING DATE

As at 4:00 p.m. on Friday, 13 March 2026:

- (a) the Offeror had received valid acceptances for the Share Offer in respect of 359,633,024 Offer Shares, representing approximately 46.54% of the total issued share capital and voting rights of the Company as at the date of this announcement; and
- (b) the Offeror had received valid acceptances for the Option Offer in respect of 6,512,600 Share Options, representing approximately 85.33% of the total outstanding Share Options as at the date of this announcement.

None of the Offeror and the Offeror Concert Parties (for the avoidance of doubt, excluding Citi group’s exempt principal traders and exempt fund managers, in each case recognised by the Executive as such for the purpose of the Takeovers Code):

- (a) held, controlled or directed any (i) Shares or rights over Shares (excluding Shares held on behalf of non-discretionary investment clients of Citi group, if any), or (ii) Share Options immediately before the commencement of the Offer Period;
- (b) save in respect of the Offer Shares, acquired or agreed to acquire any (i) Shares or rights over Shares (excluding Shares held on behalf of non-discretionary investment clients of Citi group, if any), or (ii) Share Options during the Offer Period and up to the date of this announcement; or
- (c) borrowed or lent any relevant securities (as defined in Note 4 to Rule 22 of the Takeovers Code) in the Company during the Offer Period and up to the date of this announcement.

Further, members of the Citi group acting in the capacity of an exempt principal trader have not tendered any Shares for acceptance (other than those Shares held by such exempt principal trader as a simple custodian for and on behalf of non-discretionary clients) under the Share Offer in accordance with the requirements under Rule 35.3 of the Takeovers Code.

As stated in the Composite Document, the Share Offer is conditional upon the Acceptance Condition (i.e. valid acceptances of the Share Offer having been received (and not, where permitted, withdrawn) by 4:00 p.m. on the Closing Date in respect of such number of Offer Shares which would result in the Offeror holding not less than 60% of the voting rights in the Company as at the Closing Date) having been fulfilled. The Option Offer is conditional upon the Share Offer becoming or being declared unconditional in all respects (and not subsequently lapsed).

As the Acceptance Condition has not yet been fulfilled by 4:00 p.m. on the First Closing Date, the Offers have not become unconditional as at the First Closing Date.

EXTENSION OF THE OFFERS, IRREVOCABLE UNDERTAKINGS AND THE REVISED EXPECTED TIMETABLE

As stated in the Composite Document, as the Acceptance Condition is not satisfied on the First Closing Date (being the date of this announcement), the Offeror will extend the First Closing Date to Friday, 27 March 2026, being a date falling no less than 14 days after the First Closing Date (the “**Extended Closing Date**”).

Save as set out in this announcement, all other terms of the Offers as set out in the Composite Document and the Forms of Acceptance remain unchanged. The Shareholders, RSA Holders and Option Holders are advised to consider carefully the information contained in the Composite Document and the Forms of Acceptance before deciding whether or not to accept the Offers. If Shareholders, RSA Holders, Option Holders and potential investors are in any doubt about their position, they should consult their professional advisers.

As stated in the Composite Document, each of the following IU Shareholders has undertaken that, in the event that the Offeror has not received valid acceptances for the Share Offer at or before 4:00 p.m. (Hong Kong time) on the First Closing Date (being the date of this announcement) which would result in the Acceptance Condition being met and the Offeror extends the Share Offer to the Extended Closing Date, upon such extension, it will accept, or procure the acceptance of, the Share Offer in respect of the following Shortfall Undertaking Shares in accordance with the terms of their respective Irrevocable Undertakings, and in each case, by no later than 3:00 p.m. on the second Business Day after the date of this announcement (being Tuesday, 17 March 2026):

- (a) Advantech Capital Investment: the Advantech Shortfall Undertaking Shares, being 9,458,156 Offer Shares;
- (b) Center Laboratories: the Center Laboratories Shortfall Undertaking Shares, being 47,290,777 Offer Shares; and
- (c) Vivo Suzhou: the Vivo Suzhou Shortfall Undertaking Shares, being 47,290,777 Offer Shares.

Further announcement on the results of the Offers will be made on Friday, 27 March 2026 (being the Extended Closing Date) in accordance with Rule 19.1 of the Takeovers Code or if the Offers become or are declared unconditional (both as to acceptance and in all respects), whichever is earlier.

The revised expected timetable set out below is indicative only and may be subject to change. Further announcement(s) will be made by the Offeror and the Company in the event of any changes to the timetable as and when appropriate.

Event	Hong Kong time and dates
First Closing Date ^(Note 1)	Friday, 13 March 2026
Latest time and date for RSA Holders to provide written notice to the Administration Committee relating to acceptance of the Share Offer in respect of RSA Shares ^(Note 7)	4:00 p.m. on Friday, 20 March 2026
Extended Closing Date ^(Note 1)	Friday, 27 March 2026
Latest time and date for acceptance of the Offers on the Extended Closing Date ^(Notes 1,2 and 3)	4:00 p.m. on Friday, 27 March 2026
Announcement of the results of the Offers as at the Extended Closing Date (or as to whether the Offers have been revised or extended) on the websites of the Stock Exchange and the Company.	no later than 7:00 p.m. on Friday, 27 March 2026
Latest date for despatch of cheques for payment of the amounts due under the Offers in respect of valid acceptances received under the Offers at or before 4:00 p.m. on the Extended Closing Date (assuming the Offers become or are declared unconditional in all respects on the Extended Closing Date) ^(Note 4)	Friday, 10 April 2026
Final Closing Date of the Offers (assuming the Offers become or are declared unconditional on the Extended Closing Date) ^(Note 5)	Friday, 10 April 2026
Latest time and date for acceptance of the Offers assuming that the Offers become or are declared unconditional in all respects on the Extended Closing Date ^(Note 5)	4:00 p.m. on Friday, 10 April 2026
Announcement of the results of the Offers as at the final Closing Date on the websites of the Stock Exchange and the Company ^(Note 5)	no later than 7:00 p.m. on Friday, 10 April 2026

Latest date for despatch of cheques for
 payment of the amounts due under the
 Offers in respect of valid acceptances
 received under the Offers at or before 4:00 p.m.
 on the final Closing Date, being the latest time
 and date by which the Offers remain open for
 acceptances (assuming the Offers become or are
 declared unconditional on the Extended Closing Date)^(Notes 4 and 5) . . . Tuesday, 21 April 2026

Latest time and date by which the Offers
 can become or be declared unconditional
 as to acceptances^(Note 6) 7:00 p.m.
 on Monday, 13 April 2026

Notes:

- (1) As stated in the Composite Document, the Offers must initially be opened for acceptances until 4:00 p.m. on Friday, 13 March 2026 (Hong Kong time) unless the Offeror revises or extends the Offers in accordance with the Takeovers Code or required by applicable laws. As the Acceptance Condition is not satisfied on the First Closing Date (i.e. the Acceptance Level on the First Closing Date falls below 60%), the Offeror will extend the First Closing Date to the Extended Closing Date and the Offers will be closed at 4:00 p.m. on Friday, 27 March 2026, being the Extended Closing Date, unless the Offeror further revises or extends the Offers in accordance with the Takeovers Code or required by applicable laws. The Offeror has the right under the Takeovers Code to extend the Offers until such date as it may determine subject to compliance with the Takeovers Code (or as permitted by the Executive in accordance with the Takeovers Code). In the event that the Offers have not become or are not declared unconditional on the Extended Closing Date, the Offeror may extend the Closing Date to a date falling no less than 14 days after the Extended Closing Date. If the Offers have become or been declared unconditional as to acceptances, the Offeror will issue an announcement including a statement that the Offers will remain open until a specified date or until further notice. In the latter case, at least 14 days' notice by way of an announcement will be given before the Offers are closed to the Shareholders and the Option Holders who have not accepted the Offers. For the avoidance of doubt, the Offeror may exercise such right to extend the Closing Date in compliance with the Takeovers Code on more than one occasion but there is no obligation to extend the Offers if the Conditions are not satisfied or waived (where applicable) by any subsequent Closing Date.
- (2) Beneficial owners of the Offer Shares who hold their Offer Shares in CCASS directly as an investor participant or indirectly via a broker or custodian participant and who wish to accept the Share Offer should note the timing requirements (as set out in Appendix I to the Composite Document) for causing instructions to be made to CCASS in accordance with the General Rules of HKSCC and HKSCC Operational Procedures.
- (3) If a tropical cyclone warning signal number 8 or above, or a black rainstorm warning, or "extreme conditions" as announced by the Government of Hong Kong is/are in force in Hong Kong:
 - (a) at any time before 12:00 noon but no longer in force at or after 12:00 noon on the latest date for acceptance of the Offers and/or the latest date for despatch of cheques for payment of the amounts due under the Offers in respect of valid acceptances (as the case may be), the latest time for acceptance of the Offers will remain at 4:00 p.m. on the same Business Day and/or the latest date for despatch of cheques will remain on the same Business Day; or

- (b) at any time between 12:00 noon and 4:00 p.m. on the latest date for acceptance of the Offers and/or the latest date for despatch of cheques for payment of the amounts due under the Offers in respect of valid acceptances (as the case may be), the latest time for acceptance of the Offers will be rescheduled to 4:00 p.m. on the following Business Day which does not have either of those warnings in force at any time between 12:00 noon and 4:00 p.m. and/or the latest date for despatch of cheques will be rescheduled to the following Business Day which does not have either of those warnings in force between 12:00 noon and 4:00 p.m. or such other day as the Executive may approve in accordance with the Takeovers Code.
- (4) Remittances in respect of the cash consideration (after deducting the seller's Hong Kong ad valorem stamp duty payable in respect of the Share Offer) payable for the Offer Shares tendered under the Share Offer will be despatched to the Shareholders accepting the Share Offer by ordinary post at their own risk.
- Cheques in respect of the cash consideration payable for the Share Options surrendered for cancellation under the Option Offer will be delivered to the registered office of the Company at Room 1918, 19/F, Lee Garden One, 33 Hysan Avenue, Causeway Bay, Hong Kong for collection by the Option Holders.
- Payment will be made as soon as possible, but in any event no later than seven (7) Business Days after the later of (i) the Unconditional Date and (ii) the date of receipt by the Registrar of all relevant documents to render each acceptance under the relevant Offers complete and valid in accordance with the Takeovers Code, the Composite Document and the relevant accompanying Form(s) of Acceptance.
- (5) Pursuant to Rule 15.3 of the Takeovers Code, where the Offers become or are declared unconditional (whether as to acceptances or in all respects), the Offers should remain open for acceptances for not less than 14 days thereafter.
- (6) In accordance with Rule 15.5 of the Takeovers Code, except with the consent of the Executive, the Offers may not become or be declared unconditional as to acceptances after 7:00 p.m. on the 60th day after the date of the Composite Document. Accordingly, unless the Offers have previously become or been declared unconditional as to acceptances or have been extended with the consent of the Executive, the Offers will lapse at 7:00 p.m. on Monday, 13 April 2026. In accordance with Rule 15.7 of the Takeovers Code, except with the consent of the Executive, all Conditions must be fulfilled (or waived, if applicable) or the Offers must lapse no later than 21 days after the First Closing Date or the date when the Offers become or are declared unconditional as to acceptances, whichever is the later.
- (7) RSA Holders wishing to accept the Share Offer in respect of their RSA Shares should provide written notice indicating that they intend to accept the Share Offer together with relevant documents to the Administration Committee by no later than 4:00 p.m. (Hong Kong time) of the date falling no less than five (5) Business Days before the relevant Closing Date (which shall be Friday, 20 March 2026 in the case of the Extended Closing Date) of such intention. Further details relating to the procedure for acceptance of the Share Offer in respect of RSA Shares is set out in section headed "FURTHER TERMS AND PROCEDURES FOR ACCEPTANCE OF THE OFFERS – 1. PROCEDURES FOR ACCEPTANCE – 1.1 Share Offer – Share Offer – RSA Shares" in Appendix I to the Composite Document.

Warning: Shareholders, RSA Holders, Option Holders and potential investors of the Company should note that, completion of the Offers is subject to the Conditions being satisfied or, if capable of being waived, waived and therefore the Offers may or may not become unconditional and may or may not be completed. Shareholders, RSA Holders, Option Holders and potential investors of the Company are advised to exercise caution when dealing in the securities of the Company. If Shareholders, RSA Holders, Option Holders and potential investors are in any doubt about their position, they should consult their professional advisers.

The Offeror and the Company remind their respective associates of the dealing restrictions under the Takeovers Code and to disclose their permitted dealings, if any, in any securities of the Company.

By order of the board of directors of
WuXi XDC Cayman Inc.

Dr. Jincai LI

Executive Director and Chief Executive Officer

By order of the board of directors of
BioDlink International Company Limited

Mr. Shan FU

Executive Director

Hong Kong, China, 13 March 2026

As at the date of this announcement, the Board comprises Mr. Shan FU as executive Director; Dr. Weidong LIU as non-executive Director; and Ms. Hui SUN, Mr. Qing ZHANG and Dr. Xuelin GU as independent non-executive Directors.

The Directors jointly and severally accept full responsibility for the accuracy of the information contained in this announcement (other than the information relating to the Offeror and the Offeror Concert Parties) and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this announcement (other than those expressed by the directors of the Offeror) have been arrived at after due and careful consideration and there are no other facts not contained in this announcement, the omission of which would make any statement in this announcement misleading.

As at the date of this announcement, the board of the Offeror comprises Dr. Jincai LI, Mr. Jerry Jingwei ZHANG and Mr. Xiaojie XI as executive directors; Dr. Zhisheng CHEN, Dr. Jijie GU and Ms. Ming SHI as non-executive directors; and Dr. Ulf GRAWUNDER, Mr. Kenneth Walton HITCHNER III and Mr. Hao ZHOU as independent non-executive directors.

The directors of the Offeror jointly and severally accept full responsibility for the accuracy of the information contained in this announcement (other than information relating to the Group) and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this announcement (other than those expressed by the Directors) have been arrived at after due and careful consideration and there are no other facts not contained in this announcement, the omission of which would make any statement in this announcement misleading.

This announcement is published in English and in Chinese. In the event of any inconsistency, the English text of this announcement will prevail over the Chinese text.

* For identification purposes only